

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

FILED
IN CLERKS OFFICE
2005 FEB -7 P 12:05
U.S. DISTRICT COURT
DISTRICT OF MASS.

**VISIBLE SYSTEMS CORPORATION,
a Massachusetts Corporation,**

Plaintiff,

v.

**UNISYS CORPORATION,
a Delaware Corporation,**

Defendant.

Case No.: 04-CV-11610-RGS

JURY TRIAL DEMANDED

MOTION FOR EXTENSION OF TIME TO FILE
PROOF OF SERVICE

Plaintiff Visible Systems Corporation ("Visible Systems") hereby requests that the time for filing proof of service be extended to and including April 7, 2005. In support of this motion, Visible states:

1. The Complaint in this action was filed on July 20, 2004. At that time, Visible sent a courtesy copy of the Complaint to the defendant, Unisys Corporation ("Unisys") inquiring whether Unisys wished to discuss a business resolution to the issues presented in the Complaint. Unisys responded that it was willing to have such discussions.

2. Extensive discussions ensued, which included one face-to-face meeting in New York City, numerous telephone conferences, and several written formal proposals. Numerous employees of both Visible and Unisys were involved in these meetings, conferences, and proposals. In addition, there have been dozens of settlement-related discussions and e-mails between counsel for the respective parties. These discussions have progressed somewhat slowly due to several factors, including the complexity of various terms, the geographical locations of

the relevant decision-makers, the size of the Unisys organization, and the illness and/or travel schedules at various points of key individuals in the process.

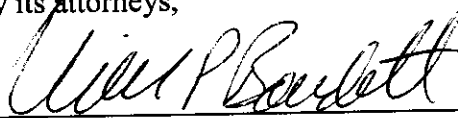
3. Despite all the above, and despite Visible's best efforts to move the discussions forward as quickly as possible, it is still not clear whether a business resolution is feasible. Visible believes that more time, approximately 60 days, is necessary to fully exhaust the parties' efforts to resolve the case without the need for actual litigation.

4. The time for Visible to file proof of service nominally expired on or about November 20, 2004. However, Rule 4(m) provides that, upon a showing of "good cause" by the plaintiff, the Court "shall extend the time for service for an appropriate period." Accordingly, Visible requests that the time for service be extended by sixty days, to and including April 7, 2005.

Respectfully submitted,

VISIBLE SYSTEMS CORPORATION,

By its attorneys,



Michael Boudett (BBO No.558757)

Brian C. Carroll (BBO No. 658940)

FOLEY HOAG LLP

World Trade Center West

155 Seaport Blvd.

Boston, MA 02210-2600

Dated: February 7, 2005